

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

TPC GROUP INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 22-10493 (CTG)

Jointly Administered

**SECOND AMENDED<sup>2</sup> NOTICE OF AGENDA FOR OMNIBUS HEARING  
SCHEDULED FOR AUGUST 16, 2022, AT 10:00 A.M. EASTERN TIME**

**AT THE DIRECTION OF THE COURT, THIS HEARING HAS BEEN CANCELLED.**

**RESOLVED MATTERS**

1. Debtors' Motion for Entry of an Order (I) Approving the Debtors' Assumption of a Commercial Supply Contract with LACC, as Amended, and (II) Granting Related Relief [[D.I. 451](#) – filed July 15, 2022].

Objection Deadline: July 29, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Order (I) Approving the Debtors Assumption of a Commercial Supply Contract with LACC, as Amended, and (II) Granting Related Relief [[D.I. 572](#) – entered August 3, 2022].

Status: On August 3, 2022, the Court entered an order under a certification of counsel with respect to this matter. A hearing on this matter is no longer necessary.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: TPC Group Inc. (3618); TPC Holdings, Inc. (7380); TPC Group LLC (8313); Texas Butylene Chemical Corporation (7440); Texas Olefins Domestic International Sales Corporation (4241); TPC Phoenix Fuels LLC (9133); Port Neches Fuels, LLC (1641); and TP Capital Corp. (6248). Each Debtor's corporate headquarters and mailing address is 500 Dallas St., Suite 2000, Houston, Texas 77002.

<sup>2</sup> Amended items appear in **bold**.

2. Application of the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Co-Counsel, *Nunc Pro Tunc* to June 16, 2022 [[D.I. 459](#) – filed July 18, 2022].

Objection Deadline: August 1, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Supplemental Declaration of Philip C. Dublin in Support of the Application of the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Co-Counsel, *Nunc Pro Tunc* to June 16, 2022 [[D.I. 522](#) – filed July 27, 2022]; and
- ii. Order Authorizing the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Co-Counsel, *Nunc Pro Tunc* to June 16, 2022 [[D.I. 573](#) – entered August 3, 2022].

Status: On August 3, 2022, the Court entered an order under a certification of counsel with respect to this matter. A hearing on this matter is no longer necessary.

3. Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Delaware Co-Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to June 17, 2022 [[D.I. 460](#) – filed July 18, 2022].

Objection Deadline: August 1, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Supplemental Declaration of Justin R. Alberto in Support of the Application of the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Cole Schotz P.C. as Delaware Co-Counsel, *Nunc Pro Tunc* to June 17, 2022 [[D.I. 523](#) – filed July 27, 2022]; and
- ii. Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Delaware Co-Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to June 17, 2022 [[D.I. 575](#) – entered August 3, 2022].

Status: On August 3, 2022, the Court entered an order under a certification of counsel with respect to this matter. A hearing on this matter is no longer necessary.

4. Application of the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Dundon Advisers LLC as Financial Advisor *Nunc Pro Tunc* to June 17, 2022 [[D.I. 461](#) – filed July 18, 2022].

Objection Deadline: August 1, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Supplemental Declaration of Matthew Dundon in Support of Application of the Official Committee of Unsecured Creditors of TPC Group, Inc., *et al.* to Retain and Employ Dundon Advisers LLC as Financial Advisor *Nunc Pro Tunc* to June 17, 2022 [[D.I. 530](#) – filed July 28, 2022];
- ii. Second Supplemental Declaration of Matthew Dundon in Support of Application of the Official Committee of Unsecured Creditors of TPC Group, Inc., *et al.* to Retain and Employ Dundon Advisers LLC as Financial Advisor *Nunc Pro Tunc* to June 17, 2022 [[D.I. 568](#) – filed August 2, 2022]; and
- iii. Order Authorizing the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.* to Retain and Employ Dundon Advisers LLC as Financial Advisor *Nunc Pro Tunc* to June 17, 2022 [[D.I. 576](#) – entered August 3, 2022].

Status: On August 3, 2022, the Court entered an order under a certification of counsel with respect to this matter. Accordingly, a hearing on this matter is no longer necessary.

5. Motion of the Official Committee of Unsecured Creditors of TPC Group Inc., *et al.*, for Entry of an Order Clarifying the Requirement to Provide Access to Confidential or Privileged Information and Approving a Protocol Regarding Creditor Requests for Information [[D.I. 507](#) – filed July 26, 2022].

Objection Deadline: August 9, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Order Clarifying the Requirement of the Official Committee of Unsecured Creditors to Provide Access to Confidential or Privileged Information and Approving a Protocol Regarding Creditor Requests for Information [[D.I. 626](#) – entered August 11, 2022].

Status: On August 11, 2022, the Court entered an order under a certificate of no objection. A hearing on this matter is no longer necessary.

6. Debtors' Application to (I) Employ and Retain Province, LLC and (II) Designate David Dunn as Vice President of Restructuring *Nunc Pro Tunc* to the Petition Date [[D.I. 513](#) – filed July 26, 2022].

Objection Deadline: August 9, 2022, at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Order Approving Debtors' Application to (I) Employ and Retain Province, LLC and (II) Designate David Dunn as Vice President of Restructuring *Nunc Pro Tunc* to the Petition Date [[D.I. 625](#) – entered August 11, 2022].

Status: On August 11, 2022, the Court entered an order under a certification of counsel with respect to this matter. A hearing on this matter is no longer necessary.

### **ADJOURNED MATTERS**

7. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 9](#) – filed June 1, 2022].

Objection Deadline: June 22, 2022, at 4:00 p.m. (ET).

Objections/Responses Received:

- i. Informal comments from the UCC.

Related Documents:

- i. Interim Order (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 122](#) – entered June 2, 2022]; and
- ii. Supplement to Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to

Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 222](#) – filed June 16, 2022].

Status: This matter is adjourned to a date to be determined.

8. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 11](#) – filed June 1, 2022].

Objection Deadline: June 22, 2022, at 4:00 p.m. (ET); extended by agreement among the parties to June 27, 2022, at 12:00 p.m. (ET) for the UCC and the U.S. Trustee.

Objections/Responses Received:

- i. [WITHDRAWN] Objection of Cokinos Energy Corporation to Entry of a Final Order on Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 274](#) – filed June 22, 2022];
- ii. [WITHDRAWN] Objection of Symmetry Energy Solutions, LLC to the Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 276](#) – filed June 22, 2022];
- iii. Objection by Clean Harbors Industrials Services to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 281](#) – filed June 22, 2022];
- iv. Cokinos Energy Corporation's Witness and Exhibit List for Hearing on Debtors' Motion Pursuant to 11 U.S.C. §§105(a) and 366 and Fed. R. Bankr. P. 6003 and 6004 for Entry of Final Order (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objection by Utility Companies, (III) Prohibiting Utility Companies

from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 299](#) – filed June 27, 2022]; and

- v. [WITHDRAWN] Kinder Morgan Texas Pipeline Company, LLC’s Objection to Debtors’ Designation of Kinder Morgan Texas Pipeline Company, LLC as a Utility [[D.I. 282](#) – filed June 23, 2022].

Related Documents:

- i. Interim Order (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 119](#) – entered June 2, 2022].

Status: The Debtors have resolved the objections of Cokinos Energy Corporation, Kinder Morgan Texas Pipeline Company, LLC, and Symmetry Energy Solutions, LLC. The Debtors and Clean Harbors Industrial Services are close to an agreement resolving Clean Harbors Industrial Services’ objection. To allow additional time for the parties to reach a consensual resolution, this matter is adjourned to a date to be determined.

- 9. Debtors’ Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 490](#) – filed July 22, 2022].

Objection Deadline: August 5, 2022 at 4:00 p.m. (ET); extended by agreement among the parties to August 10, 2022, at 4:00 p.m. (ET) for the U.S. Trustee, the UCC, and Cerberus Capital Management, L.P. and Bayside Capital, Inc. (“Cerberus and Bayside”), and to August 12, 2022, at 4:00 p.m. (ET) for Pension Benefit Guaranty Corporation.

Objections/Responses Received:

- i. The Texas Commission on Environmental Quality’s and United States Environmental Protection Agency’s Limited Objection to the Debtors’ Motion for Entry of an Order (I) Approving Disclosure Statement (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief (Relates to Dkt. Nos. 216, 217, & 490) [[D.I. 586](#) – filed August 5, 2022];
- ii. Limited Objection of Nalco Company LLC to the Disclosure Statement and Solicitation Procedures [[D.I. 587](#) – filed August 5, 2022];

- iii. United States Trustee's Objection to (A) Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 605](#) – filed August 9, 2022];
- iv. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief ([D.I. 619](#) – filed August 10, 2022); and
- v. TPC Group Litigation Plaintiffs' Joinder to the Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 621](#) – filed August 10, 2022].

Related Documents:

- i. Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 216](#) – filed June 16, 2022];
- ii. Disclosure Statement for Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 217](#) – filed June 16, 2022]; and
- iii. Notice of Disclosure Statement Hearing [[D.I. 396](#) – filed July 8, 2022].

Status: This matter is adjourned to September 6, 2022, at 1:00 p.m. (ET).

- 10. Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 491](#)– filed July 22, 2022].

Objection Deadline: August 5, 2022 at 4:00 p.m. (ET); extended by agreement among the parties to August 10, 2022 at 4:00 p.m. (ET) for the U.S. Trustee, the UCC, and Cerberus and Bayside.

Objections/Responses Received:



- i. United States Trustee's Objection to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 606](#) – filed August 9, 2022];
- ii. Objection of Cerberus Capital Management, L.P. and Bayside Capital, Inc. to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 616](#) – filed August 10, 2022];
- iii. Objection and Reservation of Rights of the Official Committee Of Unsecured Creditors to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 620](#) – filed August 10, 2022]; and
- iv. Objection and Reservation of Rights of Mockingbird Credit Opportunities Company to the Debtors' Backstop Motion [[D.I. 624](#) – filed August 10, 2022].

Related Documents:

- i. Declaration of Zul Jamal in Support of the Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 492](#) – filed July 22, 2022]; and
- ii. Notice of Filing of Revised Exhibit D to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 493](#) – filed July 22, 2022].

Status: This matter is adjourned to September 6, 2022, at 1:00 p.m. (ET) with respect to the Rights Offering Procedures portion of the motion. The remainder of the relief requested in the motion is adjourned to a date to be determined.

**MATTER GOING FORWARD**

11. Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [[D.I. 359](#) – filed June 30, 2022].



Objection Deadline: July 14, 2022, at 4:00 p.m. (ET); extended to the U.S. Trustee to August 8, 2022, at 4:00 p.m. (ET).

Objections/Responses Received:

- i. Objection of the United States Trustee to the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [[D.I. 601](#) – filed August 8, 2022]; and
- ii. *Amended* Objection of the United States Trustee to the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date (D.I. 359, 601) [[D.I. 632](#) – filed August 11, 2022].

Related Documents:

- i. Reply in Support of Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [[D.I. 628](#) – filed August 11, 2022];
- ii. First Supplemental Declaration of David Azarkh in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [[D.I. 629](#) – filed August 11, 2022]; and
- iii. Notice of Filing of Revised Proposed Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Special Finance Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [[D.I. 636](#) – filed August 12, 2022].

Status: **This matter is being adjourned to the hearing scheduled for September 13, 2022, at 10:00 a.m. (ET).**

Dated: August 15, 2022  
Wilmington, Delaware

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